

**Fort Adams Foundation  
Meeting Notes**

**January 28, 2016**

Members Present:

Janet Coit, Chair & Director of DEM

Larry Mouradjian, Associate Director for DEM Natural Resources Bureau, representing DEM Parks and Recreation

Chris Behan, Esq., representing the City of Newport

Lee Whitaker, representing Rhode Island Historic Preservation

Others Present:

Joe Dias, Executive Director, Fort Adams Trust

Mary Kay, Executive Counsel, DEM

Robert Paquette, Chief, DEM Parks & Recreation

John Faltus, Deputy Chief, DEM Parks & Recreation

Bruce Thompson, Assistant Regional Manager, DEM Parks & Recreation

Terri Bisson, Chief Program Development, DEM Bureau of Natural Resources (meeting notes)

Meeting was called to order at 10:10 a.m.

Major Discussion Points, Agreements and Action Items:

1. Roll Call – See members present above.

2. Minutes

Ms. Bisson noted a minor typo on page 2 where the word case should have been cash. A motion was made by Mr. Behan and 2<sup>nd</sup> by Mr. Mouradjian to approve the October 1, 2015 as amended. The minutes were approved by a 3-0 vote. Mr. Whitaker was not in attendance at the meeting and abstained.

A motion was made by Mr. Behan and 2<sup>nd</sup> by Mr. Whitaker to approve the minutes of October 28, 2015. The minutes were approved unanimously.

3. Action and Discussion Items

a. Fort Adams Trust Year End Report – Chairwoman Coit welcomed Mr. Dias as the new director of the Fort Adams Trust.

- i. Long-term master capital plan – Mr. Dias reported that the Trust has restructured the process for prioritizing capital projects. The Trust has established a capital committee, chaired by Trust Board member Eric Offenbergh. The Committee will set priorities and oversee capital projects undertaken at the Fort. Priorities will be established based on the master plan and the availability of RI Capital Asset Plan (RICAP) funds. Upcoming projects include bringing power and lighting to the west side and north walls. The Trust is also working with a volunteer group to open a redoubt for tours. Ms. Coit asked about liability of using volunteers. Mr.

Dias stated the volunteers sign waiver forms. Ms. Coit also asked about the safety of the area they are opening. Mr. Dias stated that the DEM will review and approve the final plans prior to opening. Mr. Whitaker asked if Historic is involved. Mr. Dias said that the Trust is working with Roberta Randall from Historic.

- ii. Inventory of Assets – Mr. Dias stated that Matthew Perry, Director, Museum and Archives Department of the Trust, is completing the inventory. Mr. Mouradjian provided an update on an ongoing investigation into six unaccounted for items from the inventory.
- iii. Monthly Accounting Statements – Mr. Dias reviewed the 2015 Profit & Loss Statement for the Trust. The Trust has undertaken a number of cost cutting measures, including temporary layoffs of some employees. The Trust has also instituted new procedures and practices to improve accounting, including how expenditures are approved and the consolidation of payroll and bookkeeping. They have also begun to develop an annual operating budget to guide spending. Mr. Dias noted that prior to his employment, the Trust had not applied for a general assembly grant in 2015. He applied and received approval for the 2015 grant so that will be reflected on the 2016 accounting. Mr. Behan requested that the Trust also provide balance sheets in future meetings. Mr. Mouradjian agreed and stated that he would like to see updates on the endowment account. He would also like to see a five year history on P&L statements.

Mr. Behan expressed a desire to see the Trust move away from the model of raising funds just to cover its operating expenses to fundraising from other sources such as charitable donations and bequests in support of sustaining Fort infrastructure. Mr. Dias agreed and noted that the Trust has embarked on a strategic planning initiative that will guide the Trust toward broader fundraising for the infrastructure, and programs that are more closely aligned with its mission and with more community involvement. He noted recent connections that he has made with the Newport County Y, the Boys and Girls Club and the Middletown Rotary. Mr. Dias discussed a “6 to 1” campaign he is working on, where the memberships would increase from 600 to 1,000 and the endowment fund would grow from \$600,000 to \$1,000,000. Ms. Coit, Mr. Behan, Mr. Mouradjian and Mr. Whitaker all stated they were pleased with efforts to date.

Mr. Dias asked about the MOA requirement that the Trust provide the Foundation with annual audits by a certified public accountant. He stated that this type of audit can cost more than \$10,000. Ms. Coit agreed that is a considerable amount of money to spend annually. She asked about the 990's that the Trust is required to file for tax purposes and requested copies of the last five years. Mr. Behan stated that he would be willing to go along with submission of the 990's as certification for the financials rather than an audit.

- iv. Annual Schedule of Events – Mr. Dias presented the annual schedule of events. Members discussed logistics of the Bike Newport event in June and noted that the Fortress of Nightmares was not listed for October. Mr. Mouradjian made a motion to approve the schedule. Mr. Whitaker seconded and the schedule was approved unanimously.
  - b. Fire Safety Evaluation – Jensen Hughes has completed a Life Safety Evaluation for the Fort. The study was commissioned in response to citations issued by the Newport fire Marshall. Mr. Thompson and Mr. Dias told members that they expect five of the six corrective measures to be complete before the Fire Safety Board of Appeals and Review hearing in April. The only outstanding issue remaining would be occupancy of the Parade Field. The Department had a variance for 5,000 people, which it has operated with since the 1970's.
  - c. Newport Festival Foundations (NFF) Lease Agreement – Mr. Mouradjian reported that the Department is in the final stages of entering into a lease agreement with NFF to rent space in Building 16 (formerly occupied by the Museum of Yachting). NFF will establish a museum to preserve and display the historic artifacts and memorabilia from the Festivals. The museum will help attract additional interest and visitors to the Park and allow NFF to offer educational programs and additional musical opportunities that encourage the next generation of jazz and folk musicians and enthusiasts. NFF will be responsible for all music events at the Fort that include ticket sales.
- 4. Progress Reports:
  - a. DEM –

Ms. Coit informed the group of the Governor's Outdoor Recreation Council. She stated that she hopes the Council will bring new recognition and resources to Fort Adams because of the role the park plays in hosting world renowned events such as Folk and Jazz and Volvo Ocean Races.

Mr. Mouradjian reported that he is working with Sail Newport, city officials and others to increase intermodal opportunities at the Fort.

Mr. Paquette reported that the Department is also working with Sail Newport on a policy to guide the use of the piers at the Fort.

John Faltus brought up the issue of alcohol at Fort events. Ms. Coit suggested that the issue be placed on the agenda for the next meeting. She would like to see the Foundation develop parameters and perhaps a policy for alcohol use.

Mr. Dias complimented the Park staff – Mr. Thompson and Kyle Cahoun - for the excellent work they do. Mr. Mouradjian concurred and noted that Mr. Thompson will soon be promoted to Regional Manager in the newly established Region 6 of the State Park system. Mr. Thompson will be responsible for all areas south of the Mt. Hope Bridge. Ms. Coit also commended the staff for their work.

DRAFT TO BE VOTED ON AT NEXT MEETING

- b. Fort Adams Trust –Mr. Dias reported that an announcement will be forthcoming regarding a partnership with the YMCA. The announcement will be coordinated with the Department.
  - c. Other – there were no other progress reports.
- 5. Other Business and Public Comment – Ms. Coit said that a schedule of meeting dates for the rest of the year will be provided to board members. There was no public comment.
- 6. Adjourn – Mr. Behan made a motion to adjourn. The motion was seconded by Mr. Mouradjian and approved unanimously by members. The meeting adjourned at 11:35 a.m.